

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

<b>In re:</b>	§ § § § § § §	<b>Chapter 11</b>
<b>FIELDWOOD ENERGY III LLC, et al.,</b>	§ § § § § § §	<b>Case No. 20-33948 (MI)</b>
<b>Post-Effective Date Debtors.<sup>1</sup></b>	§ § § § § § §	<b>(Jointly Administered)</b>

**ORDER APPROVING FOURTH AND FINAL FEE  
APPLICATION OF JONES WALKER LLP FOR ALLOWANCE  
AND PAYMENT OF FEES AND EXPENSES AS SPECIAL COUNSEL  
TO DEBTORS FOR THE PERIOD MAY 1, 2021 TO AUGUST 27, 2021**

Upon consideration of the *Fourth and Final Fee Application of Jones Walker LLP for Allowance and Payment of Fees and Expenses as Special Counsel for Debtors for the Period May 1, 2021 through August 27, 2021* (the “Application”) filed by Jones Walker LLP (“Jones Walker”), special counsel for Fieldwood Energy LLC and its debtor affiliates (collectively, the “Debtors”) through the Effective Date and currently counsel for certain of the post-effective date debtors (the “Post-Effective Date Debtors”) in the chapter 11 cases jointly administered under Case No. 20-33948, the Court finds that: (a) it has jurisdiction over the matters raised in the Application pursuant to 28 U.S.C. § 1334; (b) this is a core proceeding pursuant to 28 U.S.C. § 157(b); (c) the fees and expenses requested are reasonable, necessary, and beneficial to the Debtors’ estates and

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<sup>1</sup> The Post-Effective Date Debtors, along with the last four digits of each Post-Effective Date Debtor’s federal tax identification number, as applicable, are: Fieldwood Energy III LLC (6778); Fieldwood Energy Offshore LLC (4494), Fieldwood Energy Inc. (4991), GOM Shelf LLC (8107), and FW GOM Pipeline, Inc. (8440). Fieldwood Energy III LLC, Fieldwood Energy Offshore LLC, and Fieldwood Energy Inc. are managed and operated by the Plan Administrator, whose primary mailing address is 16255 Ventura Blvd., Suite 440, Encino, CA, 91436, C/O of Province LLC. GOM Shelf LLC and FW GOM Pipeline, Inc. (collectively, the “Post-Effective Date FWE I Subsidiaries”) are managed and operated by Jon Graham, as sole manager of each Post-Effective Date FWE I Subsidiary. The Debtors in the other nine pending chapter 11 cases (which continue to be jointly administered with the cases of the Post-Effective Date Debtors), each of which have either been dissolved or merged into other entities as of the Effective Date, consist of the following: Dynamic Offshore Resources NS, LLC (0158); Fieldwood Onshore LLC (3489); Fieldwood SD Offshore LLC (8786); Fieldwood Offshore LLC (2930); Bandon Oil and Gas GP, LLC (9172); Bandon Oil and Gas, LP (9266); Fieldwood Energy SP LLC (1971); Galveston Bay Pipeline LLC (5703); and Galveston Bay Processing LLC (0422).

should be allowed; (d) proper and adequate notice of the Application and hearing thereon has been given, no objections to the Application having been filed, and no other further notice is required; and (e) good and sufficient cause exists for granting the relief herein, after due deliberation upon the Application and all relevant proceedings before the Court in connection with the Application.

Therefore, **IT IS HEREBY ORDERED THAT:**

1. Jones Walker is hereby allowed, on a final basis, fees in the amount of \$1,249,416.50, which represents 100% of the fees requested since May 1, 2021, for professional services rendered as special counsel to the Debtors during the Final Compensation Period.

2. Jones Walker is hereby allowed, on a final basis, the reimbursement of expenses in the amount of \$70,979.83 for professional services rendered as special counsel to the Debtors during the Final Compensation Period.

3. Jones Walker is hereby allowed, on a final basis, compensation for professional services previously approved on an interim basis rendered since the Petition Date in the amount of \$2,854,159.50.

4. Jones Walker is hereby allowed, on a final basis, reimbursement of expenses previously approved on an interim basis incurred since the Petition Date in the amount of \$87,572.08.

5. The Post-Effective Date Debtors are authorized and directed to immediately pay Jones Walker any unpaid portion of all fees and expenses allowed pursuant to this Order.

6. The Court shall retain exclusive jurisdiction with respect to all matters relating to the interpretation or implementation of this Order.

7. This Order shall be effective immediately upon entry.

*[Signature page on next page.]*

Signed: \_\_\_\_\_, 2021  
Houston, Texas

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HONORABLE MARVIN ISGUR  
UNITED STATES BANKRUPTCY JUDGE